



Natixis CIB Americas Vendor Code of Conduct

Last Updated: August 20, 2022

VERSION CONTROL

Version	Date	Description	Names
1.0	February 10, 2020	Draft of Vendor Code	Farah Mancel, Amanda Schindler
1.2	August 20, 2022	Updates from Compliance	Sibyl Peyer

1 INTRODUCTION

The Natixis CIB Americas' ("Natixis") Vendor Code of Conduct (the "Code") describes principles and expectations of how current and future Vendors, who supply products and services to Natixis, conduct business across regulatory, human rights, labor and environmental standards.

We expect our Vendors to understand and act in accordance with the Code, including aligning guidelines, policies and practices, and communicating and enforcing the Code provisions throughout their organization and across their supply chain, including to sub-vendors and subcontractors.

The Code must be read in conjunction with applicable local law and the contractual arrangements with Vendors. Natixis expects all of its Vendors to comply, at a minimum, with all applicable international and local legal and regulatory requirements in the countries in which the Vendor operates.

Furthermore, Vendors must make reasonable efforts to monitor their supply chain, ensuring their Vendors are aware of, and compliant with, the aims of the Code.

Vendors whose policies are in alignment with this Code are considered more favorably during the vendor selection process.

In the event of conflict or ambiguity between the terms of a vendor's Master Services Agreement (MSA) with Natixis and the provisions of this Code, the MSA terms will prevail.

1.1 SCOPE

A Vendor is any third party, firm or individual that provides a product or service to Natixis. The following persons, entities and organizations (collectively referred to as "Vendors") are covered by the Vendor Code and thereby subject to its provisions:

- Vendors, vendors, consultants, agents, contractors, temporary workers, and third parties working on behalf of the firm;
- The owners, officers, directors, employees, consultants, affiliates, contractors;
- and subcontractors of these organizations and entities.

2 REGULATORY AND LEGAL REQUIREMENTS

2.1 BUSINESS CONDUCT AND INTEGRITY

2.1.1 Compliance with Laws

In all activities, Vendors must ensure they conduct business in compliance with the applicable laws, rules, and regulations of the jurisdictions in which they operate.

2.1.2 Anti-Money Laundering

Vendors must not finance terrorists or those engaged in illicit activities to include money launderers, international narcotics traffickers, and those engaged in activities related to the proliferation of weapons of mass destruction. Vendors must comply with anti-money laundering and anti-terrorist financing laws, rules and regulations.

2.1.3 Bribery and Anti-Corruption

Vendors must not engage directly or indirectly in any activities that would put Natixis at risk of violating anti-bribery and anti-corruption laws.

Vendors and those acting on their behalf may not directly or indirectly offer, promise, authorize/recommend, give or receive anything of value, if it is intended, or could reasonably appear as intended to influence improper action or to obtain or retain an improper advantage for Natixis, the Vendor, Government Officials or a third party.

Anything of value may include gifts (including cash and cash equivalents), business hospitality (including travel and related expenses, meals, entertainment), training and conferences, contributions to a charitable or political organization on behalf of another, honoraria and speaker fees, visa letters, offers of employment or other work experience whether paid or unpaid, sponsorships, perks, or discounts.

Furthermore, vendors will ensure the same of any affiliates, retained agents, subcontractors, intermediaries or workers. This prohibition extends not only to public officials, candidates for office, and workers of state-owned enterprises, but also to workers or officers of counterparties, clients/customers, Vendors, any agent of the aforementioned parties, or any other person with whom the firm does or anticipates doing business.

2.1.4 Antitrust and Competition Laws

Vendors are required to be aware of and comply with antitrust and competition regulations when conducting business with or on behalf of the firm.

Vendors must also refuse to participate in any potentially anticompetitive behavior or inappropriate discussions with competitors such as those relating to pricing, bids, or bidding strategies and report any such activity related to the firm to their Natixis CIB Americas Purchasing Department.

2.1.5 Conflicts of Interest

Vendors must disclose all actual or potential conflicts of interest prior to initiating their relationship with Natixis, or as soon as a vendor becomes aware of a conflict after initiating a relationship. These may be due to either Personal or business relationships with firm customers, Vendors, business associates, and employees with whom they work and/or support.

Natixis will not knowingly engage in business with Vendors where conflicts of interest have been identified and cannot be remediated.

2.1.6 Taxation

Vendors must fully comply with all obligations in relation to taxes due within the jurisdictions in which they operate. Vendors must not participate in tax evasion or facilitate tax evasion by others.

2.1.7 Accurate Records

Vendors are responsible for maintaining accurate and complete books and records and complying with all required controls and procedures for records created as a result of business activities conducted on behalf of the firm.

2.1.8 Non-Public Information and Information Barriers

If Vendors become aware of non-public information about Natixis or our clients, we expect Vendors to have in place policies and procedures for the proper handling and use of that information (such as information barriers). The Vendor must contact CIB Americas Purchasing Department upon receipt of any actual or potential non-public information about Natixis or its clients, that is not required to be disclosed to the vendor as a part of its engagement. are not part of their engagement.

2.1.9 Business Resumption and Contingency Planning

For some services performed by Vendors, due to the types of activities that may be involved, we expect that the Vendor's business continuity and disaster recovery plans are developed, maintained and tested in accordance with applicable regulatory, contractual and service level requirements.

2.1.10 Outsourcing and Subcontracting

Vendors are not permitted to subcontract services they perform for Natixis or outsource activities that directly impact the delivery of goods and services to Natixis, without our prior written approval. In situations where approval is given, it is important for Natixis to know the locations of where the work will be performed, the possibility of cross-border movement of any Natixis data, and the identity of all parties involved.

In addition, where Vendors are outsourcing certain activities in connection with Natixis, Vendors must monitor the outsourcing or subcontracting engagement to ensure compliance with the Vendors' contractual obligations and with this Code.

2.1.11 Know your Workforce Members

Vendors are required to screen their workforce members (employees and contingent workers) who provide services to Natixis in accordance with Natixis requirements before and during the engagement. Screenings shall include investigations for prior criminal and drug activity, to ensure the integrity of the Vendor's employees.

2.1.12 Communications about or on behalf of Natixis

Vendors must not communicate publicly about Natixis. Vendors may not make public announcements on the provision of goods or services to Natixis, share information regarding Natixis assignments, or circulate pictures or descriptions of Natixis' facilities or external work events. Vendors may not share information regarding Natixis' customers or employees unless it is in connection with the services being provided as set forth in Vendor's agreement.

Vendors must not post, share or like anything that could be viewed as a violation of the Vendor Code, including items that are malicious, disparaging, bullying, or that could jeopardize the safety of another individual including but not limited to firm employees, clients, or other Vendors.

Vendors should not disclose confidential information or conduct surveys of or post or seek recommendations or referrals by Natixis employees, customers or service providers unless approved. Vendors are not permitted to discuss any of Natixis' brands, products, services, or programs on social media without written approval from Natixis CIB Americas Communications Department.

2.2 WORKPLACE ENVIRONMENT

2.2.1 Employment Practices

Natixis strives to work with vendors whose policies and practices regarding employment, labor, non-discrimination, and human rights standards. All Vendors are expected to apply employment standards that meet or exceed legal and regulatory requirements.

Vendors who exceed the below standards and can demonstrate so will be considered more favorably during sourcing exercises.

2.2.2 Health and Safety

Vendors must provide a non-violent, healthy and safe work environment and meet or exceed applicable health and safety laws regulating safety and health in the jurisdictions where the Vendor operates.

In addition, the Vendor must provide its workers with ready access to clean toilet facilities and potable water. If the vendor provides worker accommodation, it is to be maintained in a clean and safe manner, and provide appropriate emergency egress, fire safety measures, hot water for bathing and showering, adequate heat and ventilation, and reasonable entry and exit privileges.

2.2.3 Labor

Vendors must meet or exceed all requirements set forth under wage and labor laws regulating employee compensation, reimbursement, taxes, working hours, equal employment opportunity and minimum working age requirements in the jurisdictions where the Vendor operations.

2.2.4 Slavery, Forced Labor and Human Trafficking

Vendors must prohibit the use of all types of slavery, or prison, forced and bonded labor as well as human trafficking, child labor and underage labor (Age 15 or under). Vendors must also give workers, whether local or migrant, the right and the ability to leave employment when they choose.

Vendors must adhere to International Labour Organization standards, the OECD Guidelines for Multinational Enterprises and local regulations. Additionally, vendors are encouraged to implement due diligence measures to ensure that none of the above forms of abuse exist within their extended supply chains, including recruiters or agencies.

2.2.5 Non-Discrimination

Where laws do not prohibit discrimination, or where they allow for differential treatment, we expect Vendors to be committed to nondiscrimination principles and not to operate in a way that unfairly differentiates between individuals. Vendors must comply with all applicable laws relating to discrimination in hiring, employment practices, harassment and retaliation.

Natixis expects vendors to maintain a workplace free of discrimination, harassment, victimization, and any other form of inappropriate behavior or abuse on any grounds including but not limited to age, disability, ethnic or social origin, gender, gender identity, nationality, race, sexual orientation, marital status, parental status, pregnancy, political convictions, religious beliefs, union affiliation, or veteran status.

2.2.6 Respect in the Workplace

Vendors must maintain workplaces characterized by professionalism, and respect for the dignity of every individual with whom their employees interact, including respect for differences such as gender, gender identity, gender expression, familial status, pregnancy, marital status, race, color, age, disability, sexual orientation, ethnic origin, size, race-based hair discrimination, and religion.

Vendors must not tolerate harassment, discrimination, violence, retaliation and other disrespectful or inappropriate behavior.

2.2.7 Diversity and Inclusion

Natixis encourages Vendors to embrace diversity in their own business practices by documenting a diversity and inclusion approach that includes ways to publicly identify, measure and improve inclusion and embedding accessibility standards that go beyond minimum compliance.

2.2.8 Occupational Injury and Illness

Vendors must provide a safe and healthy working environment that minimizes health and safety risks and supports accident prevention and ensures the health and safety of all personnel and all others affected by their activities. Vendors shall also provide workers with access to appropriate personal protective equipment at no cost.

2.2.9 Grievance Mechanism and Non-Retaliation

We expect our vendors to have a process through which workers can raise workplace concerns without fear of retaliation. This grievance mechanism should be transparent and understandable to workers and should ensure the protection of whistleblowers.

Vendors must not hinder the right of workers to legally organize and join associations such as labor unions, which may serve as outlets for grievance.

2.3 INFORMATION AND DATA MANAGEMENT

2.3.1 Handling Information Properly

Vendors must properly safeguard Natixis information and assets, including information regarding its customers, activities, and employees, throughout all stages of the information life cycle, including creation/collection, storage, use, transmission, transporting, archiving, and destruction and use suitable methods of encryption where required.

The following provisions regarding the use, access to and processing of information survive the termination of Vendor's provision of services to the firm and Vendor remains liable for any unauthorized use, access, or disclosure of information belonging to the firm.

Vendors are not permitted to forward or store Natixis information to an external source for any reason.

2.3.1.1 Access Administration

Vendors must have policies and procedures in place to approve, grant, remove, deactivate and periodically review access to Natixis information and services to

ensure that the level of access is appropriate and remove unnecessary access without undue delay.

2.3.1.2 Confidentiality

Vendors must adopt and maintain processes to provide reasonable protections for personally identifiable information, information that proprietary to Natixis and other confidential information, including information that they access, receive or process on behalf of Natixis.

Vendors are expected to comply with all applicable laws and regulations governing the protection, use, and disclosure of firm proprietary, confidential and personally identifiable information, including customer, transaction and employee information. In addition, vendors must comply with all applicable privacy / data protection and information security laws and regulations and must respond to data subject requests that are received by Natixis and made in accordance with applicable law and regulation.

Where a privacy incident occurs or is suspected (i.e. the unauthorized access to or misuse of any personally identifiable information of a firm customer or employee, including unauthorized or suspicious intrusion into systems storing such information), Vendors must immediately report such incident to the CIB Americas Purchasing Department.

2.3.1.3 Material Non-Public Information

Material Non-Public Information (MNPI), also known as inside information, is information not known by the public but if it were, would likely affect the market price of the securities issued by a company (ours or any other) or be considered important to a reasonable investor in deciding to buy or sell those securities.

Buying or selling securities while in possession of MNPI that is acquired by virtue of Vendor's relationship with Natixis is strictly prohibited, as is the communication of that information to others, whether expressly or by making a recommendation for the purchase or sale of securities based upon that information.

3 ENVIRONMENTAL AND SOCIAL RESPONSIBILITY

3.1 ENVIRONMENTAL POLICY

Protecting the environment is a key value for Natixis and is integral to good business practices. We encourage our vendors to adhere to environmental and social efforts as appropriate to their businesses and aligned with best practices locally and globally.

Vendors must comply with all applicable environmental laws and regulations in the countries where they operate. Vendors should conduct operations in a manner that protects the environment by making reasonable efforts to meet industry best practices and standards with respect to the reduction of energy use, greenhouse gas emissions, waste and water use. Vendors must also ensure that potential impacts to community health, safety and security – such as accidents, impacts on natural resources, exposure to pollution or other community issues – that may arise from business operations are appropriately mitigated and managed.

We encourage Vendors to set environmental and social targets, reducing impacts and reporting on progress.

3.2 ENERGY AND EMISSIONS

We encourage Vendors to incorporate responses to climate change into their core corporate strategies across the full supply chain by tracking, managing, and mitigating the environmental impact of their operations and strategies. Vendors are encouraged to establish greenhouse gas (GHG) emission reduction targets and/or invest in low- and zero GHG products, services, and technologies where relevant.

3.3 WATER

Vendors are encouraged to take steps to conserve, reduce use of, and reuse water in their own operations. Vendors are also encouraged to manage water resources to ensure their operations do not prevent access to sufficient safe water for all users in surrounding communities, including those both up and downstream from their facilities.

3.4 WASTE

Vendors are encouraged to minimize or eliminate waste across their operations and those of their Vendors. Any waste, and in particular chemical and hazardous waste, must be managed in a responsible manner to ensure safe handling, movement, storage, recycling or reuse and disposal.

All workers who handle waste and hazardous wastes must be properly trained on how to deal with substances and the potential hazards the material presents if mismanaged or released to the worker and environment. Vendors must only use

permitted transporters and haulers that have a positive record of operating safely and complying with applicable transportation laws and best management practices.

3.5 MATERIAL RESTRICTIONS AND HANDLING

All materials used by vendors must comply with applicable rules, laws, and regulations regarding the prohibition or restriction of specific substances to ensure safe and responsible handling, storage, movement, reuse, recycling and disposal.

4 MANAGEMENT SYSTEMS AND GOVERNANCE

Natixis encourages our vendors to institute effective management systems that utilize the best available techniques and practices to adhere to this Code and continuously improve their performance. This should include a process for the identification and proactive mitigation of risks associated with compliance to this Code, as well as a process for ongoing monitoring and review of risk controls, and prompt and accurate reporting of all incidents.

Examples of management systems with a scope related to the content of this Code include:

- ISO 9001: Quality Management
- ISO 14001: Environmental Management
- ISO 50001: Energy Management
- SA8000: Social Accountability
- OHSAS 18001: Occupational Health and Safety

5 MONITORING AND REPORTING OF VIOLATION

5.1 MONITORING

Natixis maintains the right to monitor, review and address a Vendor's adherence to the Code to ensure that the firm is meeting all of its legal and regulatory requirements and obligations. Natixis will be entitled to request information from its Vendor as to their compliance with the principles of this Code of Conduct.

Failure to comply with this Code may result in termination of a Vendor's relationship with Natixis and applicable agreements.

Violations of this policy may also constitute violations of law, which may expose the Natixis to criminal or civil penalties. Natixis may require reimbursement for any costs associated with a violation of the Vendor Code.

Natixis encourages Vendors to register with third party vendors such as Sedex to complete vendor appraisal questionnaires on supplier data ethics.

5.2 REPORTING

Any person with reason to believe that the spirit or principles of this Code are not being respected by a Natixis Vendor must promptly report to the CIB Americas Purchasing Department. Furthermore, any facts or circumstances which are likely to lead to the Vendors' inability to meet the requirements and expectations of this Code should be reported immediately to CIB Americas Purchasing Department.

Vendors must also promptly report any concerns or suspected violations of any law or regulation related to firm business or a violation of the Vendor Code or any other firm policy, including fraud, dishonesty, unfair or unethical conduct related to financial services, whether it is by Vendor's team, a firm employee, or another third party Vendor by contacting CIB Americas Purchasing Department. Vendors will be required to remedy such violations in a timely manner. Failure by a vendor to do so may lead to review or termination of its relationship with Natixis.

Vendors must promptly notify the firm, if permitted by law, regarding the receipt of any subpoenas, regulatory requests, media inquiries, or other third-party requests concerning Natixis.

Nothing in this Section or the Vendor Code is intended to require reporting in violation of applicable local law or regulation.

The firm strictly prohibits intimidation or retaliation against anyone who makes a good faith report about a known or suspected violation of the Code, supporting policies, any law or regulation.

5.3 MAINTENANCE OF THIS CODE

Natixis is committed to continuously reviewing and updating this Code. Therefore, this Code is subject to modification from time to time.

The contents of this Code are additional to and do not in any way affect or prejudice any of Natixis' rights and remedies under the relevant contracts with each vendor, if any. In the event of any non-compliance to the requirements of this Code or breach of contract, Natixis reserves its rights and retains the sole discretion to exercise any rights under this Code, any relevant contract and/or local laws and regulations.

The failure or omission by Natixis to insist upon strict performance and compliance with any of the provisions of this Code at any time shall in no way constitute a waiver of its rights.